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COUNSEL FOR SUPERIOR AIR PARTS, INC.

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE §
§
SUPERIOR AIR PARTS, INC., § **CHAPTER 11**
§ **CASE NO. 08-36705-BJH-11**
DEBTOR. §

**WITNESS AND EXHIBIT LIST
IN SUPPORT OF DEBTOR'S MOTION TO REOPEN CASE**

COMES NOW, Superior Air Parts, Inc. ("*Superior*" or "*Debtor*"), the Debtor, and files its Witness and Exhibit List for the hearing on the "Motion to Reopen Case" [Bankr. Doc. 662] filed by the Debtor.

Witness List

Name:	Description of Anticipated Testimony Topics:
Tim Archer	History of bankruptcy case; due diligence of Lycoming entities; importance of 1999 perpetual license to Debtor's reorganization and survival of perpetual license; unenforceability of indemnity provision; discharge of indemnity obligations; and offers to defend and indemnify Lycoming entities.
Kent Abercrombie	History of bankruptcy case; due diligence of Lycoming entities; importance of 1999 perpetual license to Debtor's reorganization and survival of perpetual license; unenforceability of indemnity provision; discharge of indemnity obligations; and offers to defend and indemnify Lycoming entities.

Tom Tong	History of bankruptcy case; due diligence of Lycoming entities; importance of 1999 perpetual license to Debtor's reorganization and survival of perpetual license; unenforceability of indemnity provision; discharge of indemnity obligations; and offers to defend and indemnify Lycoming entities.
Charles B. Dedmon	History of bankruptcy case; due diligence of Lycoming entities; importance of 1999 perpetual license to Debtor's reorganization and survival of perpetual license; unenforceability of indemnity provision; discharge of indemnity obligations; and offers to defend and indemnify Lycoming entities.

Superior reserves the right to examine any witness listed or called by any other party, and to call any rebuttal witnesses.

Exhibit List

Exhibit Number:	Description of Exhibit:
1	Chapter 11 Voluntary Petition [Bankr. Doc. No. 1; also Adv. Doc. No. 8 - Superior 0001-Superior 0056 in Adv. Proc. No. 12-03035-BJH]
2	08-36705-bjh11 Docket Sheet [Adv. Doc. No. 8 - Superior 0057-Superior 0148 in Adv. Proc. No. 12-03035-BJH]
3	Schedules A-J with Summary of Schedules [Bankr. Doc. No. 4; also Adv. Doc. No. 8 - Superior 0149-Superior 0213 in Adv. Proc. No. 12-03035-BJH]
4	Schedule B22 – Domain Names [Bankr. Doc. No. 4-3; also Adv. Doc. No. 8 - Superior 0214-Superior 0215 in Adv. Proc. No. 12-03035-BJH]
5	Schedule B22 – List of PMAs [Bankr. Doc. No. 4-4; also Adv. Doc. No. 8 - Superior 0216-Superior 0238 in Adv. Proc. No. 12-03035-BJH]
6	Schedule B22 – Trademarks [Bankr. Doc. No. 4-5; also Adv. Doc. No. 8 - Superior 0239-Superior 0240 in Adv. Proc. No. 12-03035-BJH in Adv. Proc. No. 12-03035-BJH]
7	Schedule B23 – Type Certificates [Bankr. Doc. No. 4-6; also Adv. Doc. No. 8 - Superior 0241-Superior 0273 in Adv. Proc. No. 12-03035-BJH]
8	Schedule G – Open Purchase Orders [Bankr. Doc. No. 4-13; also Adv. Doc. No. 8 - Superior 0274-Superior 0290 in Adv. Proc. No. 12-03035-BJH]

9	Motion to Sell Substantially All of Debtor's Assets Free and Clear of Liens with Exhibit [Bankr. Docs. Nos. 11 and 11-1; also Adv. Doc. No. 8 - Superior 0291-Superior 0371 in Adv. Proc. No. 12-03035-BJH]
10	Notice of Withdrawal of Motion to Sell Substantially all of Debtors Assets Free and Clear Of Liens [Bankr. Doc. No. 146; also Adv. Doc. No. 8 - Superior 0372-Superior 0375 in Adv. Proc. No. 12-03035-BJH]
11	Amended Schedule B with Exhibit [Bankr. Docs. Nos. 263 and 263-1; also Adv. Doc. No. 8 - Superior 0376-Superior 0389 in Adv. Proc. No. 12-03035-BJH]
12	Amended Schedule G with Exhibit [Bankr. Docs. Nos. 265 and 265-1; also Adv. Doc. No. 8 - Superior 0390-Superior 0398 in Adv. Proc. No. 12-03035-BJH]
13	Amended Disclosure Statement with Exhibits [Bankr. Docs. Nos. 321 – 321-3; also Adv. Doc. No. 8 - Superior 0399-Superior 0469 in Adv. Proc. No. 12-03035-BJH]
14	Amended Chapter 11 plan [Bankr. Doc. No. 322; also Adv. Doc. No. 8 - Superior 0470-Superior 0514 in Adv. Proc. No. 12-03035-BJH]
15	Order Approving Fourth Amended Disclosure Statement [Bankr. Doc. No. 325; also Adv. Doc. No. 8 - Superior 0515-Superior 0517 in Adv. Proc. No. 12-03035-BJH]
16	Order Confirming Third Amended Plan of Reorganization [Bankr. Doc. No. 404; also Adv. Doc. No. 8 - Superior 0518-Superior 0532 in Adv. Proc. No. 12-03035-BJH]
17	Original Petition in State Civil Action No. 236-257478-12 [Exhibit to Adv. Doc. No. 1; also Adv. Doc. No. 8 - Superior 0533-Superior 0549 in Adv. Proc. No. 12-03035-BJH]
18	Citation in State Civil Action No. 236-257478-12 [Exhibit to Adv. Doc. No. 1; also Adv. Doc. No. 8 - Superior 0550-Superior 0550 in Adv. Proc. No. 12-03035-BJH]
19	1999 Agreements [Filed Under Seal in Adv. Proc. No. 12-03035-BJH]
20	1981 Agreements [Filed Under Seal in Adv. Proc. No. 12-03035-BJH]
21	Claims Register for 08-36705-bjh11 Superior Air Parts, Inc. [Adv. Doc. No. 8 - Superior 0574-Superior 0635 in Adv. Proc. No. 12-03035-BJH]
22	Notice of Appearance and Request for Service of Papers [Bankr. Doc. No. 20; also Adv. Doc. No. 8 - Superior 0636-Superior 0640 in Adv. Proc. No. 12-03035-BJH]

23	Notice of Effective Date of the Third Amended Plan of Reorganization [Bankr. Doc. No. 432; also Adv. Doc. No. 8 - Superior 0641-Superior 0646 in Adv. Proc. No. 12-03035-BJH]
24	Affidavit In Support of Debtor's Expedited Motion to Approve Bid Procedures for Sale of Substantially All of Debtor's Assets Free and Clear of Liens with Exhibits [Bankr. Docs. Nos. 30 through 30-3; also Adv. Doc. No. 8 - Superior 0647-Superior 0654 in Adv. Proc. No. 12-03035-BJH]
25	Affidavit In Support of Debtor's Expedited Motion to Approve Bid Procedures for Sale of Substantially All of Debtor's Assets Free and Clear of Liens with Exhibits [Bankr. Docs. Nos. 31 through 31-2; also Adv. Doc. No. 8 - Superior 0655-Superior 0662 in Adv. Proc. No. 12-03035-BJH]
26	Motion to Reopen Case [Bankr. Doc. 662]
27	Notice of Hearing on Motion to Reopen Case [Bankr. Doc. 663]
28	Email from Tom Tong to Charles H. Smith dated March 26, 2012
29	Letter from Charles H. Smith to Tom Tong dated April 2, 2012
30	Letter from Tom Tong to Charles H. Smith dated April 6, 2012
31	Objection to Motion to Reopen Case [Bankr. Doc. No. 664]
32	Plaintiffs' Motion to Remand [Adv. Doc. No. 13 in Adv. Proc. No. 12-03035-BJH]
33	Plaintiffs' First Amended Complaint [Adv. Doc. No. 14 in Adv. Proc. No. 12-03035-BJH]
34	Plaintiffs' Response to Motion to Dismiss [Adv. Doc. No. 15 in Adv. Proc. No. 12-03035-BJH]
35	Notice of Removal and Petition [Distr. Doc. No. 2 in Carrs, et al v. Avco, et al, Case No. 3:11CV3423-L, United States District Court, Northern District of Texas, Dallas Division]
36	Notice of Removal and Petition [Distr. Doc. No. 2 in Lapkin, et al v. Avco, et al, Case No. 3:11CV3424-F, United States District Court, Northern District of Texas, Dallas Division]

Superior reserves the right to offer any exhibit listed or presented by any other party, and to offer any rebuttal exhibits.

Respectfully submitted,

/s/ Jerry C. Alexander

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COUNSEL FOR SUPERIOR AIR PARTS, INC.

CERTIFICATE OF SERVICE

The undersigned counsel hereby certifies that on April 12, 2012, pursuant to the Federal Rules of Bankruptcy Procedure, the foregoing instrument was served on the parties in interest listed below via prepaid first-class mail, hand-delivery, fax, ECF/PACER, email and/or other electronic means.

/s/ Jerry C. Alexander

Jerry C. Alexander

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